

SPIDER-MAN

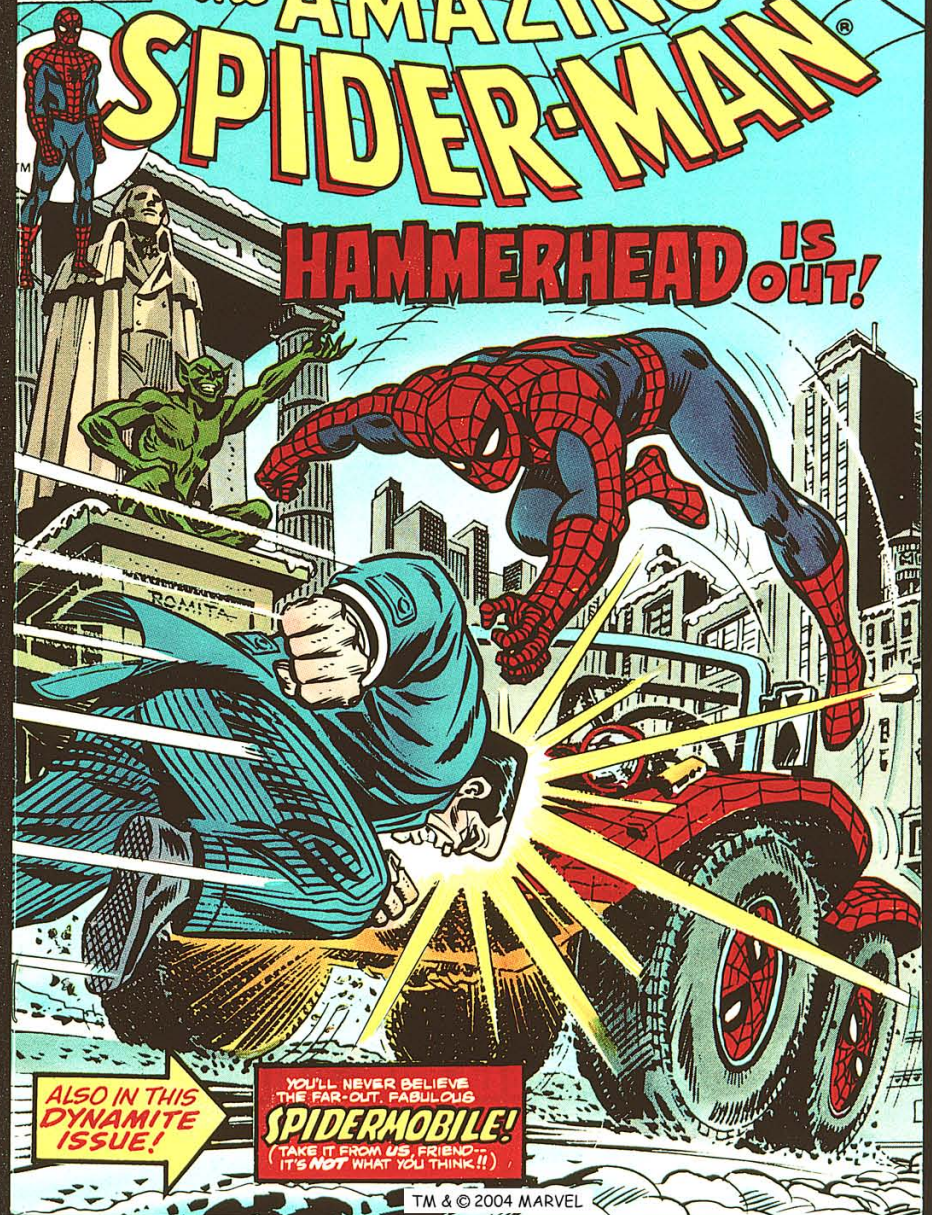
MARVEL COMICS GROUP™



20¢ 130
MAR
02457

the AMAZING SPIDER-MAN®

HAMMERHEAD IS OUT!



ALSO IN THIS
DYNAMITE
ISSUE!

YOU'LL NEVER BELIEVE
THE FAR-OUT, FABULOUS
SPIDERMOBILE!
(TAKE IT FROM US, FRIEND--
IT'S *NOT* WHAT YOU THINK!!)

CHARLES ATLAS, World's No. 1 Body Builder, says:

Don't Be Half A Man! Don't Be Half A Man!

Let ME SHOW How I Can Make You a Real HE-MAN From Head to Toe — in Just 15 Minutes a Day!

Take a good honest look at yourself! Are you proud of your body — or are you satisfied to go through life being just "half the man" you could be? No matter how ashamed you are of your present physical condition — or how old or young you are — the "sleeping" muscles already present in your body can turn you into a real HE-MAN! Believe me, I know — because I was once a skinny, scrawny 97-pound half-alive weakling! People used to laugh at my build and make fun of me. I was ashamed to strip for sports or the beach... shy of girls... afraid of healthy competition.

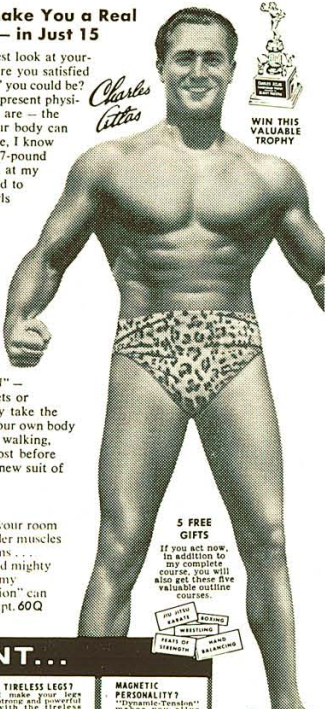
HOW I CHANGED FROM A "MOUSE" TO A MAN!

One day, I discovered a secret that changed me from a timid, frightened scarecrow into "The World's Most Perfectly Developed Man" — a "magic formula" that can help turn you, too, into a marvelous physical specimen... a real HE-MAN from head to toe... a man who STANDS OUT in any crowd! What's my secret? "DYNAMIC-TENSION" — the natural method! No theory. No gadgets or contraptions. You just do as I did. Simply take the "sleeping" muscles already present inside your own body — build them up — use them every day in walking, bending over, reaching, even sitting! Almost before you know it, you're covered with a brand-new suit of beautiful, rock-hard SOLID MUSCLE!

MY SECRET BUILDS MUSCLES FAST!

Just 15 minutes each day in the privacy of your room is all it takes to make your chest and shoulder muscles swell so big they almost split your coat seams... turn your fists into sledge-hammers... build mighty legs that never tire! Mail coupon today for my famous book showing how "Dynamic-Tension" can give you a Body by Atlas, Charles Atlas, Dept. 60Q 115 E. 23 St., New York, N.Y. 10010.

Charles
Atlas



5 FREE GIFTS
If you act now, in addition to my complete course, you will also get these five valuable outline courses:

IN ARM
WEIGHTING
OF TENDONS
BALANCING



WIN THIS VALUABLE TROPHY

THE INSULT THAT MADE A MAN OUT OF 'MAC'



Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

GERRY CONWAY * ROSS ANDRU * F. GIACIOIA * D. HUNT * ARTIE SIMEK, LETTERER * ROY THOMAS
WRITER * ARTIST * INKERS * P. GOLDBERG, COLORIST * EDITOR



SOMETIMES EVEN A SPIDER-MAN HAS A HARD TIME SLEEPING... BUT UNLIKE US, HIS SOLUTION FOR THESE OCCASIONAL BOUTS OF INSOMNIA ISN'T A GOOD BOOK OR A BAD LATE MOVIE...

...IT'S A HEALTHY BIT OF WEB-SLINGING...

...AND A ROUSING HOUR OF GOOD, CLEAN FUN!

PETER PARKER, THIS LOOKS LIKE YOUR LUCKY DAY.

I HAVEN'T BEEN OUT MORE THAN FIFTEEN MINUTES--AND ALREADY I'VE FOUND A SET OF CROOKS TO PLAY WITH. O LUCKY MAN, O HAPPY DAY.

SPECIAL CHRISTMAS BONUS: THE WILD AND WACKY SPIDER-MOBILE!

DO YOU WANT...



A DEEP CHEST? You can add solid muscle in your chest — make your look and feel like a dynamo.



BIG ARM MUSCLES? You'll see and feel more power and energy.



TIRELESS LEGS? I make your legs strong and powerful with the tireless grip of a long distance runner.



MAGNETIC PERSONALITY? "Dynamic-Tension" makes you alive with vitality — the bulky physique of a champion athlete.



BROAD SHOULDERS? "Dynamic-Tension" will broaden your shoulders. You'll see and feel it!



MORE WEIGHT? You'll put on pounds in the right places. "Dynamic-Tension" builds your physique and mind.

...THEN MAIL THIS NOW!

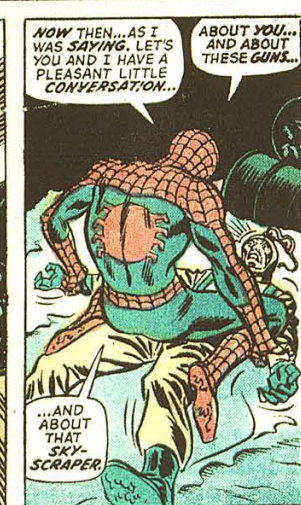
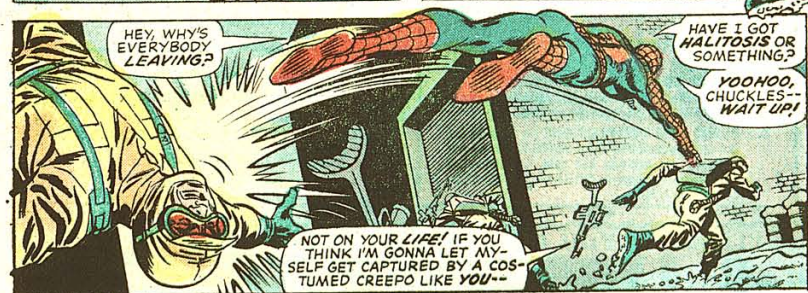
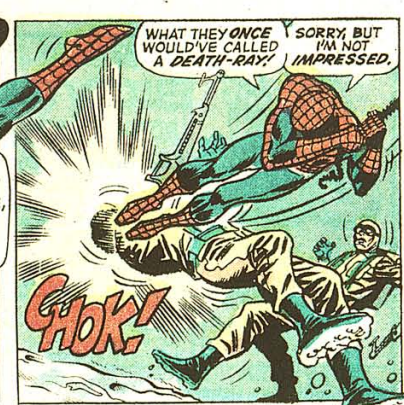
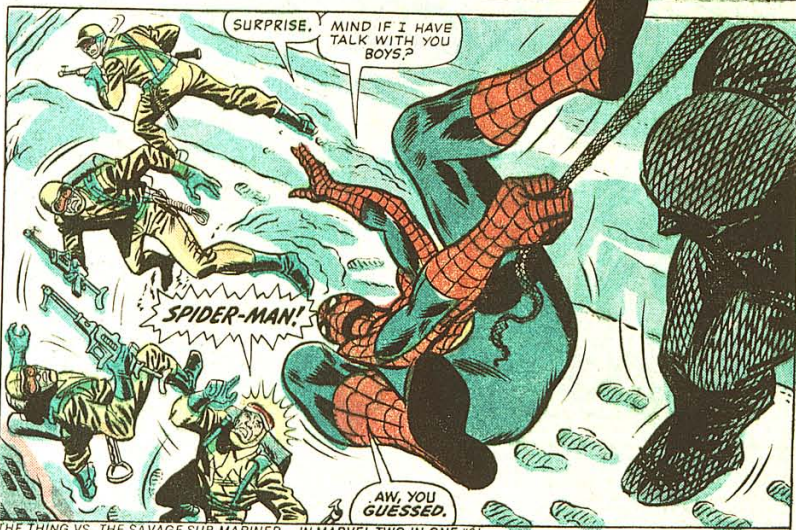
HERE'S THE KIND OF BODY I WANT
☐ MORE MUSCLE — BIGGER CHEST
☐ BIG ARM MUSCLES
☐ BROAD BACK & SHOULDERS
☐ TIRELESS LEGS
☐ MORE WEIGHT
☐ MAGNETIC PERSONALITY

CHARLES ATLAS
Dept. 60Q 115 E. 23 St., N.Y. 10010
I enclose the Atlas method "Dynamic-Tension" can make me a new man. Send your famous 32-page book, full of pictures, valuable advice. No obligation.
Print Name.....Age.....
Address.....
City & State.....Zip.....
Charles Atlas, 21 Poland St., London W. 1

My 32-page illustrated book, Charles Atlas, Dept. 60Q, N.Y. 10010.

CHARLES ATLAS ON TV





BOYS! GIRLS! NOW YOU CAN RIDE
BICYCLE MOTO-X
JOIN THE A.B.M.-X.A. TODAY
(American Bicycle Moto-X Association)

Boys! Girls! BICYCLE MOTO-X (moto-cross) is sweeping the country. This new and exciting fun sport is run the same way the motorcycle racers run Moto-X. Except that instead of an expensive motorcycle, you ride a sting ray type of bike that YOU'VE fixed up for racing, using A.B.M.-X.A. approved parts and accessories.

If you want to join the thousands of kids who are already enjoying this EXCITING, FAST, THRILLING sport, join AMERICAN BICYCLE MOTO-X ASSOC. TODAY. You'll have fun and thrills racing against your friends or in organized events riding with your own TEAM!

TYPICAL BICYCLE MOTO-X RACING

THIS IS THE OFFICIAL A.B.M.-X.A. HOT HAT you get free with your A.B.M.-X.A. membership.

YOU GET ALL THIS

1. An OFFICIAL MEMBERSHIP card.
2. TWO BIG A.B.M.-X.A. DECALS in OFFICIAL COLORS.
3. Bicycle MOTO-CROSS HOT HAT (\$2.00 value).
4. An EIGHT PAGE CATALOG OF A.B.M.-X.A. APPROVED PARTS AND ACCESSORIES you'll need to prepare your bike, including instructions and RACING TIPS from the experts.
5. PLANS AND INSTRUCTIONS on how to lay out an approved BICYCLE MOTO-X race course that will be exciting but safe, including full instructions on how to ORGANIZE AND CONDUCT EVENTS.

Membership costs only \$3.00 per year.

HERE IS MY \$3.00 MEMBERSHIP

MY NAME IS _____

MY ADDRESS _____

CITY _____ STATE _____ ZIP _____

AGE _____ SCHOOL GRADE _____

MAKE OF BIKE I WILL BE RIDING IS _____

\$3.00 MUST ACCOMPANY EACH MEMBERSHIP APPLICATION
 Send membership applications to the
AMERICAN BICYCLE MOTO-X ASSOCIATION
 1420 East Edinger, Suite 208,
 Santa Ana, Calif. 92705

I'LL MAKE YOU A MASTER OF
KARATE

Karate is the secret, Oriental art of self-defense that turns your hands, arms, legs into paralyzing weapons . . . without any bodily contact.

in just 2 hours after you receive "SUPER KARATE" you will be on your way to being an invincible Karate Master, at home, this Fast, EASY way or it costs you nothing.

100's of Illustrations

only 99¢

WALLACE W. NEUMANN
 Author of "SUPER KARATE" and "SUPER KARATE II" has been teaching Karate for over 20 years. He is the author of the first Karate book to be published in the U.S. and has been awarded the 4th Degree Black Belt in Karate. He is the only Karate master in the world who has been awarded the 4th Degree Black Belt in Karate. He is the only Karate master in the world who has been awarded the 4th Degree Black Belt in Karate. He is the only Karate master in the world who has been awarded the 4th Degree Black Belt in Karate.

MASTER EVERY SITUATION

With KARATE you can disarm and subdue your attacker. You can apply a simple, effective, and powerful technique that will disarm your attacker and leave him helpless. You can apply a simple, effective, and powerful technique that will disarm your attacker and leave him helpless. You can apply a simple, effective, and powerful technique that will disarm your attacker and leave him helpless.

YOUR BODY IS YOUR PROTECTION!

The result of hundreds of years of development is the "SUPER KARATE" system. It is the only Karate system that is so easy to learn that you can be a master in just 2 hours.

30 EAST 61st STREET NEW YORK, N. Y. 10021

GIANT LIFE-LIKE KARATE PRACTICE DUMMY

only 99¢

INCLUDES ILLUSTRATED KARATE INSTRUCTION PROGRAM

Now you can spend up your knowledge of KARATE and have a change of pace. You can practice on your own personal KARATE model. The DUMMY shows clearly how to use your KARATE. You can follow the DUMMY and learn the KARATE. You can follow the DUMMY and learn the KARATE. You can follow the DUMMY and learn the KARATE.

only 99¢

SPECIAL MONEY-SAVING COMBINATION OFFER! \$198

Order both the SUPER KARATE BOOK and LIFE-LIKE DUMMY for only \$198. The SUPER KARATE BOOK is a 100-page book that shows you how to use KARATE. The LIFE-LIKE DUMMY is a life-sized dummy that you can use to practice KARATE. The SUPER KARATE BOOK and LIFE-LIKE DUMMY are a great combination offer. Order both for only \$198.

MAIL MONEY-SAVING NO-RISK FREE TRIAL COUPON NOW!

PRECISE PUBLICATIONS, Dept. KA-15
 Box 122, Lenox Hill Station, New York, N. Y. 10021

☐ Rush your special combination money-saving package of SUPER KARATE BOOK and LIFE-LIKE DUMMY to me. I will pay you \$198 in full if I am not completely satisfied. If I am completely satisfied, I will pay you \$198 in full. If I am not completely satisfied, I will pay you \$198 in full. If I am completely satisfied, I will pay you \$198 in full.

NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

If you've ever said...

"There must be a better way to earn a living.."

one of our free Career Guidance Booklets may provide the opportunity you've been looking for.

It happens to all of us, sooner or later. No matter what kind of job we have.

One day, it suddenly strikes home that—like it or not—we're going to have to work for a living, the rest of our lives. And most of us are horrified at the thought of forever being locked into the jobs we now hold.

"Surely," we tell ourselves, "there must be a way to earn enough extra dollars each month to balance the family budget. Surely, there must be a way to get the kind of position where you don't have to worry about job security. Surely, there must be a way to get a job that offers greater opportunity for advancement, and more job satisfaction."

"Surely," in other words, "there must be a better way to earn a living!"

If you, too, have been thinking these thoughts lately, you'll find one of our free Career Guidance Booklets very helpful at this time. We invite you to send for one.

Your free booklet will describe the opportunities for higher income and greater job security you might



expect in one of the career fields listed on the coupon below. It will also explain why ICS can prepare you for this new career field... right in your own home... in your spare time... regardless of your education or past experience.

In addition, you will receive a free "Demonstration Lesson" that lets you see for yourself why preparing for a more rewarding career—the ICS way—may be a lot easier than you think.

Please bear in mind, as you check off your career choice on the coupon below, that ICS has a long and distinguished record of success as a career training organization. In fact, more than 8,500,000 men and women have turned to ICS for career training, since 1891.

ICS has provided training programs for various divisions and branches of companies like Ford; U.S. Steel; Chrysler; Mobil; DuPont; etc.

ICS Career Training is approved for Veterans and Servicemen under the new G.I. Bill, and is Accredited by the Accrediting Commission of the National Home Study Council.

In short, ICS training methods are valued and respected not only by ICS graduates...but also by leaders in Business, Industry, Government, and Education.

Now it's your turn to discover how ICS training can start you in a rewarding new profession. Just fill in the coupon below and mail it today for your free Career Guidance Booklet and free "Demonstration Lesson."

ICS International Correspondence Schools
 Scranton, Pennsylvania 18515

Keep this certificate when you mail the coupon for your free Career Guidance Booklet and "Demonstration Lesson"

This certificate symbolizes the long and distinguished record of success that ICS has enjoyed as a Career Training Institute. It is your assurance that ICS stands ready to serve you, just as it is serving individuals, business and industry of the world.

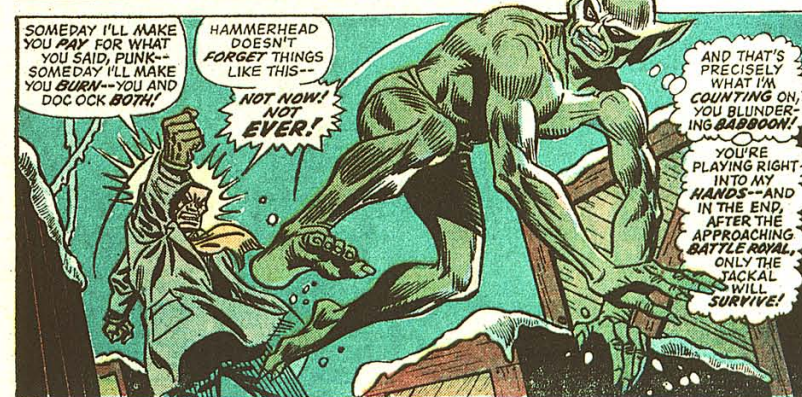
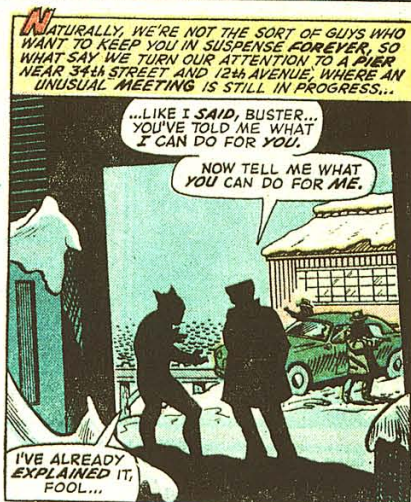
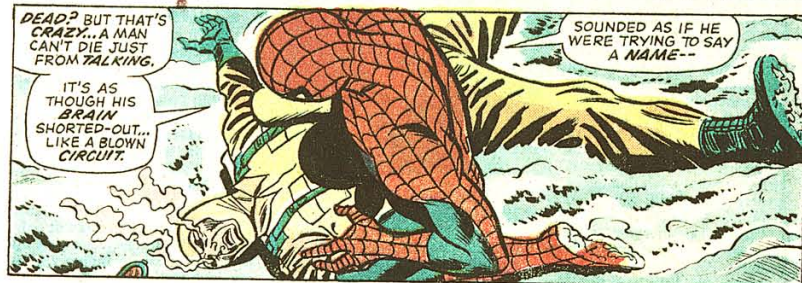
ICs XA6150

Please send me a free Career Guidance Booklet, and a free "Demonstration Lesson" for the field I have checked. I understand I am under no obligation.

☐ Accounting	☐ Communications	☐ FCC Licensing	☐ Restaurant/Club Management
☐ Air Conditioning/Refrigeration & Heating	☐ Broadcasting/Electronics Specialist	☐ Hotel/Motel Management	☐ TV Repair and Servicing
☐ Drafting	☐ Electrician	☐ Income Tax Specialist	☐ High School Division (For students who want to earn a High School Diploma)
☐ Airline/Travel	☐ Automotive Mechanics	☐ Interior Decorating and Design	
☐ Business Management	☐ Electronics Technician	☐ Production Management	
☐ CATV/MATV Electronics Specialist	☐ Engineering	☐ Check here for special information if age 16, or under.	

Name _____ Age _____
Address _____ Apt. no. _____
City _____ State _____ Zip _____

Approved for Veterans' Training. Eligible Institution under the Guaranteed Student Loan Program. Accredited Member National Home Study Council. Canadian residents use coupon address for service from ICS Canadian, Ltd. In Hawaii: 931 University Ave., Honolulu, Hawaii 96814



DR. STRANGE FIGHTS TO SAVE A WORLD-- IN MARVEL PREMIERE, NOW ON SALE!

if you join now and agree to buy 12 records (at regular Club prices) in the next 2 years

or Any 11 tapes for only \$1⁹⁷

if you join now and agree to buy 9 tapes (at regular Club prices) in the next 2 years

201530 (FREQ2)	THE BODY AND SOUL OF TOM JONES Letter To Lucille	232587* (CROSS1)	CHICAGO IV Painted Stranger Every Day	230607* (SOUND)	TANYA TUCKER Unknown WHAT'S YOUR MAN'S NAME	232591* (SOUND)	ANDY WILLIAMS Greatest Hits, Vol. 2
224485* (FREQ2)	The Edgar Winter Group They Only Come Out At Night	230904 (SOUND)	RAY CONNIFF YOU ARE THE MACHINE OF MY LIFE	234377* (SOUND)	CONWAY TWINNY YOU NEVER NEVER NEVER	231647* (FREQ2)	LYNN ANDERSON TOP OF THE WORLD
234359* (MCA)	LORETTA LYNN Love Is The Foundation	230771* 230772 (SOUND)	URIAH HEPP LIVE Easy Livin' (COLUMBIA 1972)	232036* (SOUND)	INTRODUCING JOHNNY RODRIGUEZ	226431 (ELECTRA)	CARLY SIMON NO SECRETS
229708* (MCA)	RICK WAKEMAN THE SIX WIVES OF HENRY VIII	218477 (SOUND)	SIMON & GARFUNKEL'S GREATEST HITS	230672* (SOUND)	Miles Davis In Concert	215353 (ELECTRA)	PAUL SIMON Me and Julio Down By The Schoolyard
230581* (SOUND)	SPOOKY TOOTH YOU KNOW WE'RE GAY BUT I DON'T	229781* (SOUND)	CONNIE SMITH ALADY NAMED SMITH	229823* (SOUND)	THE OJAYS IN PHILADELPHIA	227439* (SOUND)	TAMMY WYNETTE KID SAT THE DANGEROUS THINGS
211755-211759 (SOUND)	JESUS CHRIST SUPERSTAR A MUSIC EVENT	232623* (SOUND)	LEE MICHAELS Nice Day For Something	109246 (SOUND)	Gly & The Family Stone GREATEST HITS	227900* (SOUND)	PURCY FATH & CLAIR Aloha Spruce Zeebrautha (2001) + 10 More + MORE
222688* (SOUND)	THE BUDDY MILLS BAND CHAPTER 1 A NARRATION	225631* (SOUND)	MANASSAS ORCHESTRA BIRDS OF PREY	223195 (MCA)	LORETTA LYNN Estimote Of The Year	229978* (SOUND)	MAG DAVIS The Way You Look Today
225102* (SOUND)	JOHNNY NASH I CAN SEE CLEARLY NOW SO FAR	221176 (SOUND)	ELTON JOHN HONEY CHATEAU	223158* (SOUND)	SUPER FLY Greatest Hits & Covers Greatest Hits & Covers	220222* (SOUND)	CAT STEVENS CATCH BULL AT FOUR

ALL SELECTIONS* SHOWN ARE AVAILABLE ON



Just look at this great selection of recorded entertainment — available on records, cartridges, cassettes and reel tapes! So no matter which type of stereo playback equipment you now have — you can take advantage of this offer

If you prefer your music on Stereo Records join now and you may have ANY 15 for only \$1.97. Just indicate the 15 records you want on the application and mail it today, together with your check or money order. In exchange, you agree to buy twelve records (at regular Club prices) in the next two years... and you may cancel membership at any time after doing so.

OR — If you prefer your music on Stereo Tapes join now and you may take **ANY 11** of these selections for only **\$1.97**. Just write in the **NUMBERS** of your **11** tapes on the application — then mail it with **check or money order**. In exchange, you agree to buy **nine** selections (at regular Club prices) in the next two years . . . and you may cancel membership any time after doing so.

Your own charge account will be opened upon enrollment . . . and the selections you order as a member will be mailed and billed at the regular Club prices: records, \$4.98 or \$5.98; cartridges and cassettes, \$6.98; reel tapes, \$7.98 . . . plus a processing and postage charge. (Occasional special selections may be somewhat higher.)

You may accept or reject selections as follows: every four weeks you will receive a new copy of the Club's entertaining music magazine, which describes the Selection of the Month for each musical interest, plus hundreds of alternate selections from every field of music. (Since you'll receive 13 informative magazines a year, you'll always be up-to-date on the most current hits.)

... if you do not want any selection offered, just mail the response card provided by the date specified (you'll always have at least ten days in which to make your decision)

...if you want only the Selection of the Month for your musical interest, you need do nothing — it will be shipped to you automatically (naturally, you may return the regular selection at our expense and for full credit if you did not have ten days in which to decide)

...if you want any of the other selections offered, order them on the response card and mail it by the date specified.

...and about four times a year we will offer some special selections (usually at a discount off regular Club prices), which you may reject by mailing the dated form provided . . . or accept by doing nothing.

You'll be eligible for the Club's bonus plan upon completing your enrollment agreement — a plan which enables you to save at least 33% on all your future purchases. Don't delay — Act now!



Columbia House
Toll-free 1-800-828-6882

RECORDS . . . I am enclosing check or money order for \$1.97 as payment for the 15 records indicated below. Please accept my membership application under the terms outlined in this advertisement. I agree to buy 12 more records (at regular Club prices) during the coming two years — and may cancel membership at any time after doing so.

RECORDS

MY MAIN MUSICAL INTEREST IS (check one box only) (V9-Z) 63F

- ☐ Easy Listening 2 ☐ Teen Hits 7 ☐ Classical 1
☐ Broadway & Hollywood 3 ☐ Country 5 ☐ Jazz 4

TAPES ... I am enclosing check or money order for \$1.97 as payment for the 11 tapes indicated below. Please accept my membership application under the terms outlined in this advertisement. I agree to buy 9 more selections (at regular Club prices) during the coming two years — and may cancel membership at any time after doing so.

SEND ME THE FOLLOWING TYPES OF TAPES (check one box only)

☐ Cartridges (Q7-W) ☐ Cassettes (Q8-X) ☐ Reel Tapes (V8-Y) 63F

OR TAPES

MY MAIN MUSICAL INTEREST IS (check one box only)

- ☐
- Easy Listening 2
- ☐
- Teen Hits 7
- ☐
- Country 5
- ☐
- Classical 1

☐ Mr.

1871

☐ Miss.....
(Please Print) First Name Initial Last Name

[illegible]

Address _____

Address:

City.....

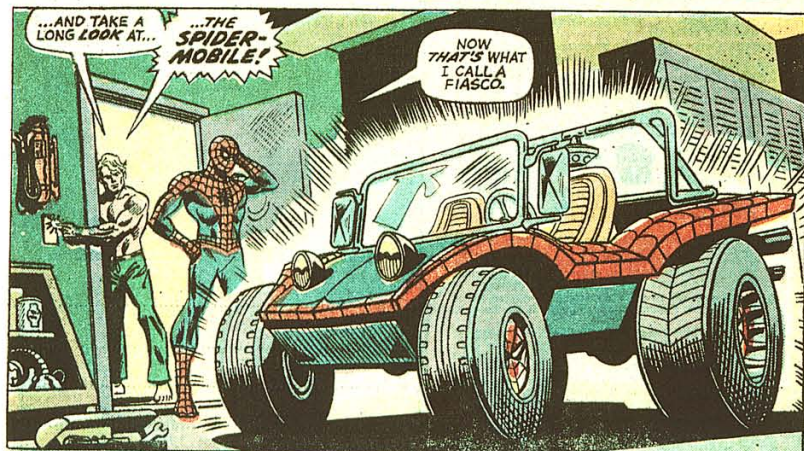
State _____

State..... Zip Code.....

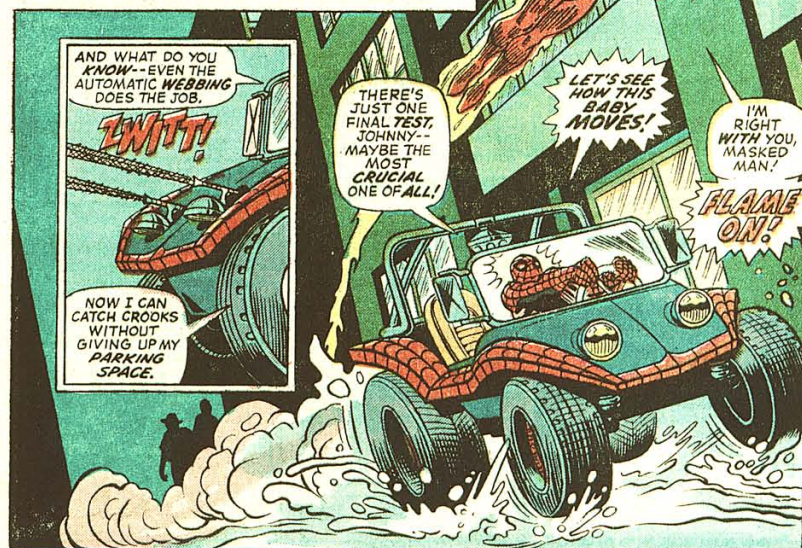
Do You Have A Telephone? (check one) ☐ YES. ☐ NO

APO, FPO addressees: write for special offer D197

D497



THE AVENGERS—CAUGHT IN THE DEATH-TRAP OF ZODIAC!



**CARTOON
FOR
MONEY**

Learn from experts how easy
it is to make big money at
home with easy to draw
cartoons. Send 25¢ for post-
age & handling.

**FREE
BOOK**

SUCCESS, Dept. M
Box 885, Dearborn, Mich. 48121

NAME _____ AGE _____

ADDRESS _____ ZIP _____

CITY _____ STATE _____

taller in a few short weeks? For all ages. No gimmicks. Send \$35 to TALL-UP, Box 23 Athens, Ohio 45701

Be a VETERINARY ASSISTANT

Lab Aide, Zookeeper, Animal Control Agent, Pet Shop or Kennel

MEN—WOMEN Train at Home in Spare Time... Send for Career Kit—ALL FREE!

 **Emergency Calls
Covers
All
Animal
Care**

NAME _____ AGE _____
ADDRESS _____
CITY _____ STATE _____
TELEPHONE _____
American Kitten School of Veterinary Sciences, Dept. 41012
2500 Columbia Road, New Haven, Conn. 06510

50¢ both lists for only \$1.00

Ken Menio
1624 Mt. Pleasant
Northfield, Ill. 60093

Factory Close-out!

ELECTRIC GUITAR
& AMP \$15⁹⁵
ppd

Once in a lifetime bargain!
Beautiful 12 string solid body
guitar. Single pickup, volume
tone control. PLUS solid
state transistorized amp.
A \$30.00 value

... ONLY \$15.95. Cash
check or M.O. NO C.O.D.'s

GUITARS, DEP. #2
\$55.00 ppd



RADIOS
MODELS
SPORTS
EQUIPMENT
BIKE
ACCESSORIES
CAMPING
NEEDS
RODS and REELS
CAMERAS
GAMES
and many more

DON'T
WAIT

} Ma

look what you gain. You'll make cash profits—win dandy prizes—and receive valuable training operating your own business which will be helpful to you through the years to come.

GRIT is the popular publication with more than 1,200,000 homes every week. You'll find it easy and fun to sell.

**GRAB THIS
BIG OPPORTUNITY**

Papers sent only to boys in
Continental U. S.

This Coupon Today

copy
toward
ize

1 GR

Print Name and Address Below

PUBLISHING CO., Williamsport, Pa. 17701

first bundle of papers, selling helps and prize

of

and No. RFD

fica State

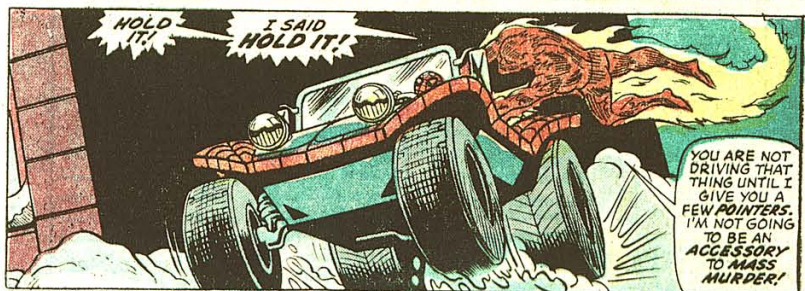
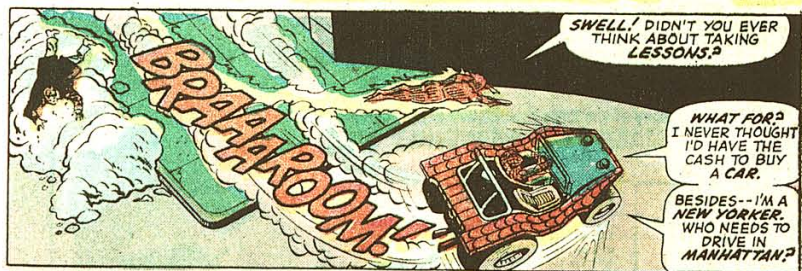
ZIP Code No.

a Boy? Age Date Born

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C 24
offers.

TM & © 2004 MARVEL



THE FALCON FLIES! MOONSTONE STRIKES! ALL IN CAPTAIN AMERICA #171!

AFTER A MOMENT'S PER-
FUNCTORY ARGUMENT, SPIDEY
RELUCTANTLY AGREES TO HAND
JOHNNY THE REINS...AND THEY
DRIVE OFF, UNAWARE THAT
HOSTILE EYES HAVE BEEN
WATCHING THEIR PERFORMANCE...



A FEW SHORT MOMENTS
LATER, ON THE ROOF OF THE
PAN AM BUILDING, WHICH
SPORTS MANHATTAN'S ONLY
COMMERCIAL HELI-PORT...

DOC! MAN, ARE WE
SORRY--WE WUZ GONNA
MEET YA AT THE JAIL,
ONLY WE DIDN'T KNOW
WHEN--



THERE'S STILL ROOM! JOIN FOOM!

...ON THE FACE OF THE MAN
CALLED...DOCTOR OCTOPUS!

SOME MEN FIND IT
NECESSARY TO STRUGGLE
FOR SUCCESS...BUT FOR
REASONS I SHALL NEVER
UNDERSTAND, GOOD FORTUNE
HAS ALWAYS BEEN MINE!

FROM THE ACCIDENT
WHICH TURNED ME
INTO A HUMAN
OCTOPUS!



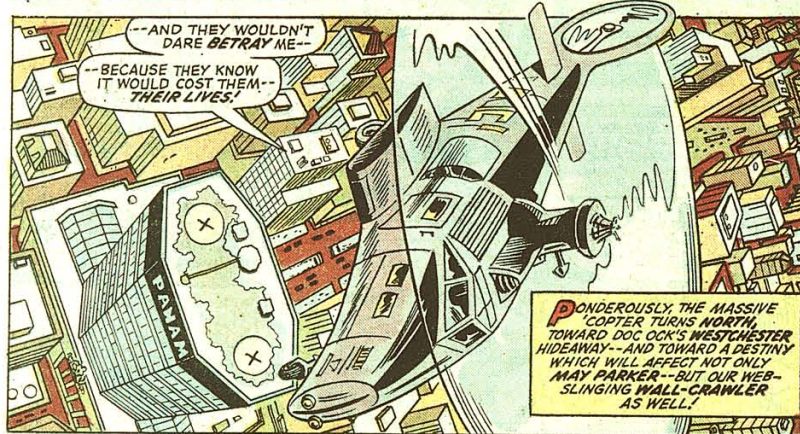
--TO THE STROKE OF
CHANCE WHICH INTRODUCED
ME TO MAY PARKER, I
HAVE NEVER HAD MORE
THAN THE MOST MOMENTARY
BAD LUCK...AND NOW!

THIS--MY ARCH ENEMY,
SPIDER-MAN, DELIVERED
TO ME AT LAST. IT'S AL-
MOST TOO MUCH TO
BELIEVE, THE FOOL
HAS GIVEN ME ALL I
NEED TO DESTROY
HIM FOREVER!





*ALBERT RIMBAUD, WHO WAS KILLED IN SPIDEY #120. --RT.



PONDEROUSLY, THE MASSIVE COOPER TURNS NORTH, TOWARD DOG COK'S WESTCHESTER HIDEAWAY--AND TOWARD A DESTINY WHICH WILL AFFECT NOT ONLY MAY PARKER--BUT OUR WEB-SLINGING WALL-CRAWLER AS WELL!



IF YOU SURVIVE IT, YOU'VE EITHER LOST THE FRIEND --OR YOUR SANITY!



OBOY, THE PHONE. WONDER WHO'S CALLING ME NOW?

SAY...MAYBE IT'S AUNT MAY. I'VE BEEN MEANING TO CALL HER...

BRAM STOKER'S ORIGINAL NOVEL OF TERROR COMES TO LIFE--IN DRACULA LIVES #4!



I'M NOT DISTURBING YOU... AM I?



MAYBE IT'S ABOUT TIME YOU WENT BACK TO QUEENS, AUNT MAY. AFTER ALL, YOU CAN'T--WHOOOPS.

BING BONG

'SCUSE ME, AUNT MAY, SOMEONE'S AT THE DOOR.



SLAY ANY DRAGONS LATELY?

COME ON IN, MARY JANE... I WAS JUST ON THE PHONE WITH MY AUNT.

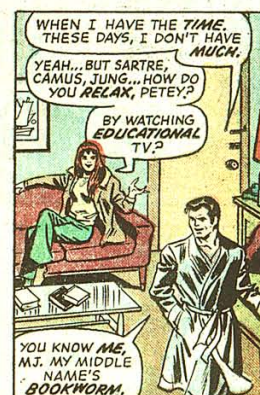
NOW THERE'S A RELATIONSHIP I WOULDN'T WANT TO BREAK UP.



MARY JANE WATSON JUST WALKED IN, AND YOU KNOW HOW HARD IT IS TO IGNORE M.J.

THAT'S TELLIN' HER, TIGER.

SAY--DO YOU REALLY READ THESE MONSTERS?



YEAH...BUT SARTRE, CAMUS, JUNG...HOW DO YOU RELAX, PETEY?

BY WATCHING EDUCATIONAL TV?

YOU KNOW ME, M.J. MY MIDDLE NAME'S BOOKWORM.



I DON'T...BUT FOR YOU, I'M MAKING THE EFFORT.

PROFESSOR WARREN IS STILL MAD ABOUT YOUR MISSING ALL HIS CLASSES...

THONGOR VS. THE DEADLY DRUIDS! NOW IN CREATURES ON THE LOOSE!



THE SPIDER'S WEB

SEND YOUR LETTERS TO:
THE MARVEL COMICS GROUP
1217-B MARGARET ST.
KEY WEST, FLA. 33040

Dear Stan, Gerry, and all,

This is the first time I have ever been stirred to write a letter to you guys, although I have been an on-and-off Marvelite for years. But now that sometimes status is over. You have really done me in! I am now a full-fledged Marvel addict, and what has done it to me is the recent change in Spider-Man's life. I've read a lot of comic books, but none have ever had the impact on me of SPIDEY #121-122.

A comic book can be many things. It can be a fight into absolute fantasy, a diversion from daily existence, a humorous interlude, an educational tool--any of a number of things. But you have brought to SPIDEY something which, although it often includes these factors, has that little bit more which takes a tag and turns it into art, into literature. You have added that incredible spark of reality, the continuity of existence through change, that makes life the paradox that it is. SPIDER-MAN is no longer just another comic book. It is a continuing work of art which burns with brilliance.

Today, when I saw SPIDEY #125 in the store, I felt a rush of emotion through me. I was downright excited! I had to buy it. I had to take it home and slowly, panel by panel, completely digest it. And I was far from disappointed! The closing scene, with Spidey walking away from Jenson, leaves me itching to find out what of Jenson is gonna put in the headlines of his next issue of the Bugle. Perhaps he has seen another side of Spider-Man? But I'm not going to guess. I'll just wait until the next time I see those words, THE AMAZING SPIDER-MAN, trailing me from the comic rack. And then, I'll happily return to the habit that has taken hold of me. And I'll enjoy the heck out of it!

Thank you for bringing Spider-Man to life.

Christopher Clove
3223 Manning Ave.
Cincinnati, Ohio 45211

But I can't help but feel that #124 & #125 are just stepping stones between epics.

It's gonna take some doing, Mr. Conway, to top the last mind-warping six months of SPIDER-MAN, but keep up the good scripting, and I'm sure I'll not be disappointed.

One thing, however, I think Gil Kane, Johnny Romita, and Tony Mortillaro should stay together as the artistic team. I don't mean to detract from Ross Andru's endeavor in SPIDER-MAN #125, but for so long now, I've felt like I've been getting twice as much action per panel when G.K. J.R. and T.M. try to contain themselves in their work. Mr. Andru is a good artist, as is evident in the MARVEL TEAM-UP mag featuring Web-head and the Werewolf, and I'm looking forward to more of his panels. But do me a favor, guys, huh? Please don't break up again what's probably one of the best, if not the best, teams in Marveldom, or possibly all of comics. Thanks.

Wayne Schertz
1217-B Margaret St.
Key West, Fla. 33040

Well, Wayne, for better or worse, Gil, John, and Tony have been replaced, at least for awhile, by Ross Andru and Frank Giacoia. But, somehow, exclaiming one team of Marvel's top talent doesn't exactly strike us as a tragedy! Let us know how you think Ross and Frank are doing, huh?

And as for that new epic you've been hoping for--it's on its way, all right. And it includes some of the wildest, weirdest scenes ever portrayed in a comics magazine! And that's all we're gonna say for now. Except: stand by to throw rice.

(No, Irving, that doesn't mean that Snap, Crackle, and Pop will be guest-starring with Spidey!)

Dear Stan, Roy, and Gerry,

On the credits for Cat Stevens' album, "Tea and the Sirens", the drums are credited to Harvey Burris and one Gerry Conway. Is this the Spidey-writing Conway we all know and love? Or I get my nose-prize?

(no name given)
650 Wendell Ave.
Rock Springs, Wyo.

Far out.

You sure do, no name given, though we hasten to add that it's not the same Gerry Conway.

Dear Stan, Roy, and Gerry,

On the credits for Cat Stevens' album, "Tea and the Sirens", the drums are credited to Harvey Burris and one Gerry Conway. Is this the Spidey-writing Conway we all know and love? Or I get my nose-prize?

(no name given)
650 Wendell Ave.
Rock Springs, Wyo.

Far out.

You sure do, no name given, though we hasten to add that it's not the same Gerry Conway.

Our Conway wouldn't know a snare from a tuba--though, from his spelling, we do suspect at times that he pounds his typewriter keys with drumsticks. Or turkey legs.

Dear Marvel,

According to *The Comic Reader*, SPIDER-MAN #126 will contain the Spider-Mobile.

"Groan! THUD!"

"Hey! Joe just collapsed!"

"What's wrong with him? Should I call a doctor?"

"No, You'd better call Marvel!"

"Why?"

"Listen closely. He's mumbling something about a Spider-Mobile..."

"retch" "retch"

J. Brenner
18 West 22nd St.
Huntington Sta., N.Y. 11734

Since we used up our ration of LP sounds effects in our answer to the first letter on this page, we'll just say that we hope you know by now, that the ill-starred Spider-Mobile didn't do Spidey any more good than it did you, J.

Life is weird, isn't it?

BIG THINGS ARE COMING FROM MARVEL! WATCH FOR 'EM... 'NUFF SAID!

THIS IS IT! YOUR MARVEL VALUE STAMP FOR THIS ISSUE!



CLIP 'EM AND COLLECT 'EM!

LOOK OUT, NEW YORK! DAREDEVIL'S BACK!

BUT HAS THE MAN WITHOUT FEAR RETURNED ONLY TO SIT AT THE DEATHBED OF HIS OLDEST FRIEND--D.A. FOGGY NELSON? YOU'LL LEARN THE AGONIZING ANSWER WHEN...

THE BEETLE STRIKES BY NIGHT!

DAREDEVIL

THE EXCITEMENT'S WAITING IN ISSUE #108--ON SALE NOV. 20!

THE MAN WITHOUT FEAR!

CHRISTMAS CHRONICLES AND YULETIDE YUCKS —AND A PARTRIDGE IN A PEAR TREE!

STAN LEE'S SOAPBOX

Well, gang, it's that time of year again — when our thoughts turn to Joyeuse Noel and Auld Acquaintances! So what better time for your friendly neighborhood soapbox to extend his salubrious Season's Greetings to one and all — and thereby save the price of some cards!

Merry Xmas to our WRITERS!
May their tales be ever great!
Merry Xmas to our EDITORS!
May their deadlines be ever late!
Merry Xmas to our ARTISTS!
May their pencils never bust!
Merry Xmas to our INKERS!
May their penpoints never rust!
Merry Xmas to our COLORISTS!
May their hues be ever bright!
Merry Xmas to our LETTERERS!
May their spelling turn out right!
Merry Xmas to our PRINTERS!
May their presses never cease!
Merry Xmas to our ENGRAVERS!
May the unions grant them peace!
Merry Xmas to our DISTRIBUTORS!
May his sales be ever growing!
And to YOU the merriest wish of all —
You're the one who keeps us going!

Excelsior!

Stan

ITEM! Hey—remember how Marvel added all those 20¢ and 75¢ titles in '72 and '73? And how this sometimes forced us to use a big chunk of our Bulletin Page for special announcements of all our new plans and projects? And how a few of you used to take us to task for neglecting all the personal chit-chat and inside gossip that made you feel you really knew the guys and gals who turn out all those Marvel masterworks each month? Well, we'll let you in on a secret: We missed all that personal stuff as much as you did! So, starting now—and without abandoning our search for ever-newer horizons to conquer in the name of Marvel-dom Assembled—we're returning this page to all its former, much-lauded glory, and adding a new *Bullpen Bonus Page*, to boot! (You'll find it elsewhere in this same ish.) That's right, believe—now, you'll get two full pages of news and views each month (three, if you count our ill-tin' letters pages!) And, for those of you who are counting: Nope, we haven't dropped any pages of art and story, just a paid ad which took up that space last month—and this in spite of ever-rising printing costs and that depressing paper shortage you've been reading about (often, we might add, in newspapers with fewer pages). So now who says mighty Marvel isn't the Company with a Heart?

ITEM! A thousand thanks to those of you who've said you dig our cockamamie Secret Code messages. And here's another clue for you all—concerning a fantastic new feature we'll be unveiling early in '74! Yep, it's in *Spider-Man Code*, which can only be deciphered by card-carrying members of FOOM (see ad on our Bullpen Bonus Page) or by those with cryptographic skills worthy of the CIA. Anyway, here goes:

HIWF LIY OSG DGSJ ODBR
RQF HJ LDRQ QJEB XDWf
RFHCFGE BRFFX!



Sorry—all we can show you of our future super-star right now is the above tantalizing head-shot. But, if that doesn't whet your appetite for the full-color pin-up we'll be layin' on you come the New Year—then you just got no soul, sahib!

ITEM! Now that the Yuletide Season is upon us, maybe it's time we finally broke down and told you how some of our free-wheeling, high-stepping Bullpeners spent their summer vacations —namely, by going to Comic Art Conventions in just about every major city on the map! First, there was the granddaddy of 'em all, the New York con, where just about everybody who was anybody in the nutty comics biz was in attendance. Next, Rascally ROY THOMAS slipped his editorial reins for a few days and zipped down to New Orleans' famed French Quarter, where he dropped in on a combined science-fiction and comic-book confab. No sooner did Roy return to his work-bestrewn desk, than Marvelous MARY WOLFMAN dumped the latest issue of *CRAZY Magazine* in his lap to proofread and scooted off (with his buddy Live-It-Up LEN WEIN) to Toronto, Canada, for a comics-con there. And, somewhere along the line, TONY (The Tiger) ISABELLA was a special guest at a con back in his old stomping-grounds in Cleveland, while Mischievous MIKE FRIEDRICH (along with Nefarious NEAL ADAMS) fell by San Diego's annual comics clambake. Last time we looked, just for good measure, Bashful BARRY SMITH had just been named Guest of Honor at the Detroit Triple Fan Fair, and

was packing his bag for a trip to Motown. Talk about your Bumsan's Holiday! Oh well—at least now the guys won't be insulted any more if they hear somebody refer to them as Con Men!

ITEM! Speaking of movin' and groovin', it seems that everybody is—moving, that is! With all the birds winging it south for the winter, a number of Marvel Bullpeners are heading west and will be sending in their sketches and scripts long-distance from now on. Even as we speak, Stainless STEVE ENGLEHART is trekking, typewriter in hand, to take up residence in San Francisco, as the aforementioned Mike Friedrich did a year or so back. And, when Steve arrives, his swingin' new 'cycle will be there waiting for him, courtesy of Judo JIM STARLIN, who polished off the latest CAPTAIN MARVEL and MASTER OF KUNG FU issues, then did the Westward Ho bit on Steve's new wheels. (With Steve's permission, of course. He'll do anything to keep a good artist happy!) What's more, I've heard, Far-Out FRANK BRUNNER and Groovy GARY FRIEDRICH (who's been dwelling in his own native Missouri of late) were all set to join the S.F. contingent as well. And the ultimate winner in this game of Musical Moving-Vans is just likely to be you, Marvel-booster—'cause these forays will doubtless result in renewed enthusiasm and energy being channeled into our content opuses. And friend, there's nobody in the comic-book game who throws himself, heart and soul, into his work any more than a Marvel madman—whether you're talking about Bullpen East or Bullpen West! No hype there, efendi—just plain hard fact!

ITEM! By the way, to round out our San Francisco Special, we can't resist mentioning that—in answer to a multitude of requests from those of you who'd come to miss Foggy Nelson and the rest of the former DAREDEVIL supporting stars—we've shipped The Man Without Fear back to Fun City for a few issues. Meet a crop of old friends—and maybe make a few new super-enemies—by picking up DD #108. (Hmmm . . . do you suppose that ol' Fearless' return to the Big Apple has anything to do with the fact that writer STEVE GERBER and artist BOB BROWN still reside in the New York area? Oh well. . . .)

ITEM! Some of you demanded it! A couple of you deplored it in advance! But we did it anyway! Jack Russell: WEREWOLF BY NIGHT, enters THE TOMB OF DRACULA—and the King of Vampires returns the favor in Wolfy's own mag— in this month's issues. But, you probably know that by now anyway, since those two mags (along with a sinister sleeper called THE MAN-THING) have become some of Marvel's biggest new hits!

See you next ish, people!

"I'm sick and tired of my Job!"



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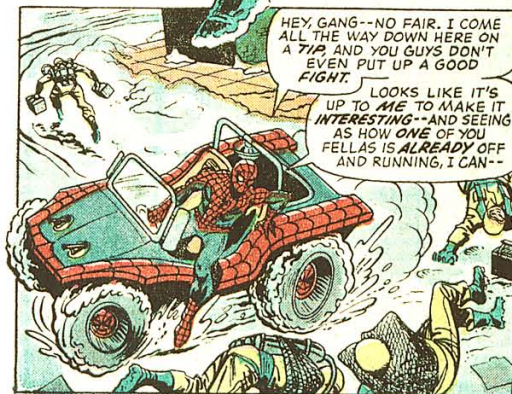
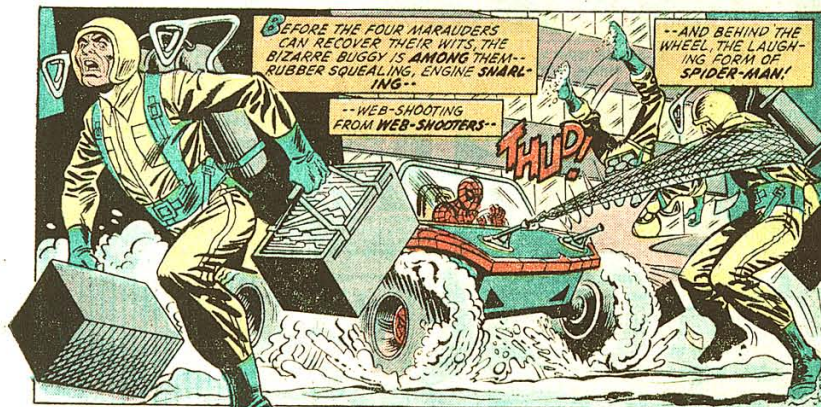
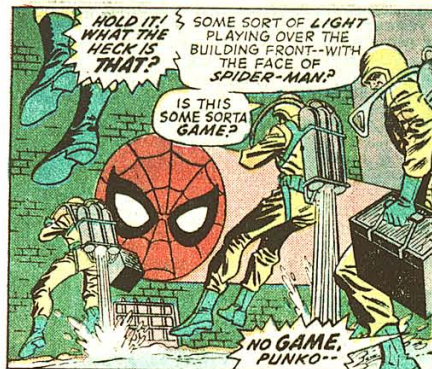
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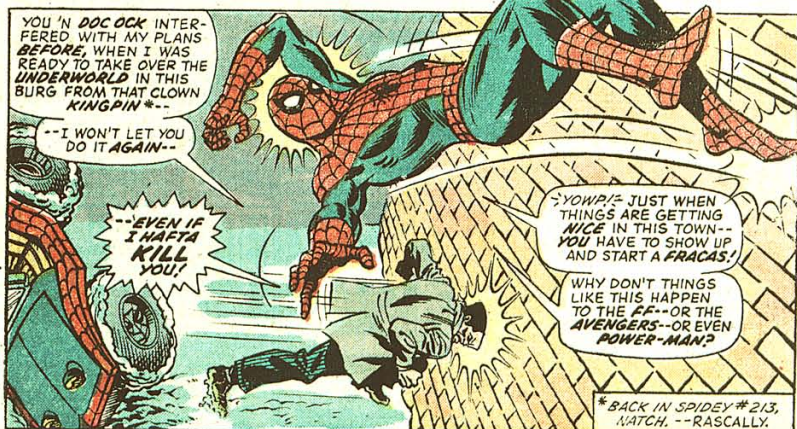
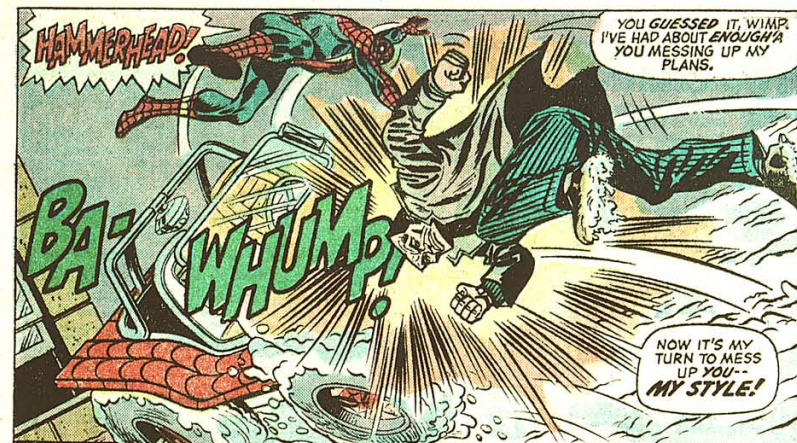
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*BACK IN SPIDEY #213, MATCH. --RASCALLY.

CONTINUED AFTER NEXT PAGE

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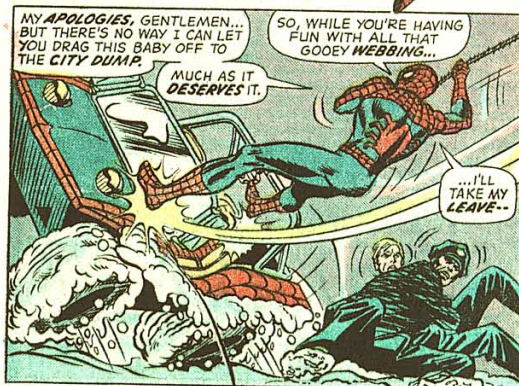


UNCONSCIOUSNESS LASTS FOR HOURS--OR FOR MINUTES--YET NO MATTER HOW LONG THE TIME, IT ALWAYS SEEMS LIKE DAYS TO OUR WEB-SPINNING VICTIM.

ONLY SIXTEEN MINUTES HAVE PASSED SINCE THE BLOW WHICH KNOCKED HIM INTO DARKNESS, BUT IN THAT TIME, A FEW THINGS'VE OCCURRED WHICH MIGHT AFFECT OUR HERO BADLY...



THE BLACK PANTHER MEETS BARON MACABRE-- IN JUNGLE ACTION!



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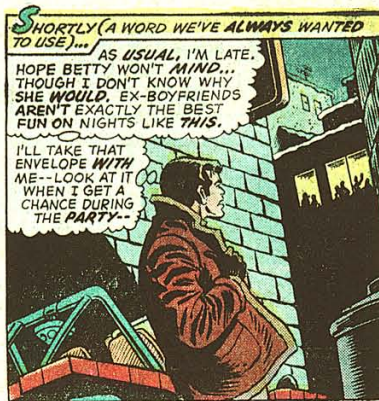


--WHERE YOU'D SEE THE SNEAKILY-FAMILIAR FORM OF--THE JACKAL.

HE FOUND IT--JUST AS I PLANNED! NOW SPIDER-MAN WILL KNOW WHAT BOTH HAMMERHEAD AND DOCTOR OCTOPUS KNOW--

--AND THEY'LL ALL THREE DESTROY EACH OTHER--

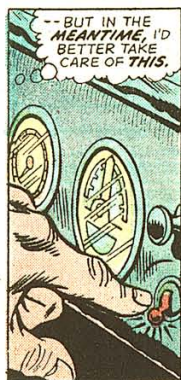
--LEAVING THE JACKAL TRIUMPHANT OVER ALL!



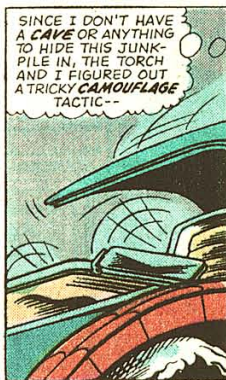
SHORTLY (A WORD WE'VE ALWAYS WANTED TO USE)... AS USUAL, I'M LATE.

HOPE BETTY WON'T MIND... THOUGH I DON'T KNOW WHY SHE WOULD. EX-BOYFRIENDS AREN'T EXACTLY THE BEST FUN ON NIGHTS LIKE THIS.

I'LL TAKE THAT ENVELOPE WITH ME--LOOK AT IT WHEN I GET A CHANCE DURING THE PARTY--



--BUT IN THE MEANTIME, I'D BETTER TAKE CARE OF THIS.



SINCE I DON'T HAVE A CAVE OR ANYTHING TO HIDE THIS TUNK-PILE IN, THE TORCH AND I FIGURED OUT A TRICKY CAMOUFLAGE TACTIC--



--AND WHILE IT DOESN'T EXACTLY MAKE MY WHEELS LOOK LIKE A CADDY--

--IT DOES KEEP THEM FROM LOOKING LIKE THE SPIDER-MOBILE.



PETER! I'M SO GLAD YOU COULD MAKE IT.

ME TOO, BETTY. WITH AUNT MAY UP AT DOG CACK'S PLACE IN WESTCHESTER, I WOULD'VE HAD TO SPEND CHRISTMAS EVE ALONE.

NOT TRUE, BLUE EYES...YOU'VE ALWAYS HAD OL' M.J.

YOU JUS' WON'T ADMIT IT.



UH-OH, PETE...HERE COMES JONAH JAMESON, OUR LOVEABLE PUBLISHER.

HE'S PROBABLY GOING TO HIT YOU FOR A FREE YULETIDE BONUS--YOU GIVE HIM FREE PICTURES.

WHY DON'T YOU AND I FIND SOME MISTLETOE, PETEY?

PARKER!

THERE'S SOMETHING I WANT TO GIVE YOU.



PARKER, I WANT TO TALK TO YOU.

IS IT SOMETHING I'VE DONE, JJJ--OR SOMETHING I HAVEN'T DONE?

NEITHER. IT'S SOMETHING I'M GOING TO DO FOR YOU, PARKER.

IT'S TIME I GAVE YOU A CHRISTMAS BONUS.

WHAT?



...THAT THE ONLY GIRL I CAN THINK OF IS GWEN...AND SHE'S DEAD.

DOESN'T HURT AS MUCH AS IT USED TO...BUT IT STILL DIGS AT ME.

WELL--NOTHING I CAN DO BUT CHECK OUT THIS ENVELOPE.



ONE OF MY VERY OWN PERSONAL-MIXTURE CIGARS, PARKER.

DON'T THANK ME, LAD...IT'S NOTHING. SEASON'S SPIRIT. YOU KNOW.

TERRIFIC.

COME ON, PETEY--IT'S MISTLETOE TIME!



PAPERS WHISPER IN THE SILENCE OF THE ROOM...ONE SHEET, TWO...AND THEN, A STARTLED EXCLAMATION BREAKS THE HUSH...

SO THAT'S WHAT HE WANTS!

I'VE GOT TO WARN AUNT MAY--BEFORE SHE DOES SOMETHING SHE'LL ALWAYS REGRET!



SORRY, M.J...BUT I GUESS I'M NOT IN THE MOOD.

'SCUSE ME, OKAY?

SURE... PETER.

POOR KID. HOW DO I TELL HER I'M NOT READY YET FOR ANOTHER ROMANCE...



THUS, FORTY-FIVE SECONDS LATER...

WITH ANY LUCK, NOBODY'LL MISS ME AT THE PARTY--OR REMEMBER I WENT IN--TO A ROOM, AND NEVER CAME OUT!

I'VE GOT TO GET UP TO WESTCHESTER--AND FAST--AND THAT MEANS TRAVELING--

SPIDEY-STYLE!



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